

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

IN RE KINGATE MANAGEMENT LIMITED  
LITIGATION

This Document Relates To: All Actions

Master File 09 Civ. 5386 (DAB)

**DECLARATION OF  
JODI KLEINICK**

JODI KLEINICK, pursuant to 28 U.S.C. §1746, hereby declares as follows:

1. I am a member of Paul, Hastings, Janofsky & Walker LLP, counsel to defendants FIM Advisers LLP (“FIM Advisers”), FIM Limited, FIM (USA) Inc., Carlo Grosso (“Grosso”) and Federico Ceretti (“Ceretti” and, collectively, the “FIM Defendants”) in this action. I submit this reply declaration in further support of the FIM Defendants’ motion to dismiss the Amended Consolidated Class Action Complaint dated May 18, 2010 (the “Complaint”).

2. Annexed as Exhibit 1 is a copy of the Madoff phone book referred to in the Complaint, which was obtained through publicly available sources and highlighted to reflect those entries that pertain to the FIM Defendants.

3. Annexed as Exhibit 2 is a notarized and apostilled copy of the National Code and Number Change Framework Document issued on March 20, 2001 by the U.K. Office of Telecommunications entitled “Code and Number Changes for Geographic, Mobile, Paging, Special Rate and Premium Rate Services.”

4. On December 22, 2010, after the Motion was filed, the Joint Liquidators commenced an action in Bermuda on behalf of the Kingate Funds against FIM Limited, FIM Advisers, Grosso, Ceretti and others seeking to recover, *inter alia*, fees paid to FIM Advisers and/or FIM Limited pursuant to the CSA and damages for alleged breaches of contractual and tort duties of care. I have been advised that the complaint in that action is not yet publicly available and therefore must remain confidential pursuant to applicable court rules and local law, and that it is not possible to obtain a physical copy of the docket sheet (known in Bermuda as the "cause book") for the action.

5. On December 10, 2010, Irving Picard, the trustee appointed for the liquidation of Bernard L. Madoff Investment Securities LLC ("BLMIS"), commenced an action by filing a claim in the High Court of Justice, Queen's Bench Division in the U.K. against FIM Limited, FIM Advisers, Grosso, Ceretti and others seeking to recover damages equal to amounts received by the Funds from BLMIS over time. Although the detail of claim in that action is not yet publicly available and therefore must remain confidential pursuant to applicable court rules, attached hereto as Exhibit 3 is the docket sheet from the action reflecting the fact of its filing.

Dated: New York, New York  
February 10, 2011

  
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JODI KLEINICK

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